

OPTION CARE INC/DE
Form 8-K
October 28, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **October 28, 2004**

OPTION CARE, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-19878
(Commission
File Number)

36-3791193
(IRS Employer
Identification No.)

485 Half Day Road, Suite 300
Buffalo Grove, Illinois
(Address of principal executive offices)

60089
(Zip Code)

Registrant's telephone number, including area code: **(847) 465-2100**

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On October 28, 2004, Option Care, Inc. issued a press release filed herewith as Exhibit 99.1 regarding the pricing of a private placement under Rule 144A under the Securities Act of 1933 that will be made only to qualified institutional buyers. The press release is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c)

Exhibits.

99.1

Press release dated October 28, 2004 announcing pricing of private placement under Rule 144A.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OPTION CARE, INC.

By: /s/ Paul Mastrapa

Date: October 28, 2004

Name: Paul Mastrapa

Title: Senior Vice President and Chief Financial Officer

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[Item 8.01 Other Events.](#)

[Item 9.01 Financial Statements and Exhibits.](#)

[SIGNATURES](#)